

**MINUTES OF THE OPEN SESSION MEETING
OF THE BOARD OF GOVERNORS**

Held on Monday, June 18, 2018, at 4 p.m.
in Room GM 410 (Board of Governors Meeting Room)
located on the 4th floor of the Guy-Metro Building,
1550 de Maisonneuve Blvd. West
on the SGW Campus

PRESENT

Governors: Norman Hébert jr., *Chair*, Helen Antoniou, Françoise Bertrand, *Vice-Chair*, Jeff Bicher, Antoinette Bozac (*via telephone*), William Bukowski, Jarrett Carty, Gina P. Cody (*via telephone*), Daniel Cross, Jean Pierre Desrosiers, Hélène Fortin, Chaim Kuhnreich, Tony Loffreda, Frédérica Martin, *Vice-Chair*, Michael Novak, Maria Peluso, Philippe Pourreaux (*via telephone*), Alan Shepard, *President and Vice-Chancellor*, Leyla Sutherland

Also attending: Philippe Beauregard, Sylvie Bourassa, William Cheaib, Denis Cossette, Roger Côté, Christophe Guy, Frederica Jacobs, Lisa Ostiguy

ABSENT

Governors: Gabriel Bran Lopez, Rana Ghoyareb, Claudine Mangen, Georges Paulez, Suzanne Sauvage, Ted Stathopoulos

Alternate Governor: Robert Young

Non-voting Observer: Jonathan Wener, *Chancellor*

1. **Call to Order**

Mr. Hébert called the meeting to order at 4:02 p.m. He noted that today was the last meeting for Jean Pierre Desrosiers, Hélène Fortin, Maria Peluso and Leyla Sutherland and thanked them for their service.

1.1 **Adoption of the Agenda**

Upon motion duly moved and seconded, it was unanimously RESOLVED:

R-2018-4-1 *That the Agenda be approved, including the items on the Consent Agenda.*

CONSENT2. Adoption of May 23, 2018 Minutes

R-2018-4-2 *That the Minutes of the meeting of the Open Session of May 23, 2018 be approved.*

3. Finance Committee report (Document BG-2018-4-D1)
4. Governance and Ethics Committee report (Document BG-2018-4-D2)
5. Real Estate Planning Committee report (Document BG-2018-4-D3)

These reports were provided for information.

6. Professional liability waivers for in-house architects (Document BG-2018-4-D4)

R-2018-4-3 *Considérant qu'Isabelle Bourassa, Pascal Dufour, Stéphane Prem, Marie-Agnès Reeves et MacGregor Wilson, architectes, sont au service exclusif de l'Université Concordia;*

Considérant qu'Isabelle Bourassa, Pascal Dufour, Stéphane Prem, Marie-Agnès Reeves et MacGregor Wilson, architectes, ne posent des actes professionnels que pour des édifices destinés à l'usage exclusif de l'Université Concordia et non destinés à la revente;

IL EST RÉSOLU de déclarer aux fins du Règlement sur la souscription obligatoire au Fonds d'assurance de la responsabilité professionnelle de l'Ordre des architectes du Québec (chapitre A-21, r. 13) que l'Université Concordia se porte garant et s'engage à prendre le fait et cause et répondre financièrement des conséquences de toute erreur ou omission d'Isabelle Bourassa, Pascal Dufour, Stéphane Prem, Marie-Agnès Reeves et MacGregor Wilson dans l'exercice de leurs fonctions.

7. Banking resolution with CIBC (Document BG-2018-4-D5)

R-2018-4-4 *WHEREAS the Canadian Imperial Bank of Commerce is a banker of Concordia University; and*

WHEREAS the Canadian Imperial Bank of Canada has asked that the Board of Governors pass a resolution confirming this fact and detailing those individuals possessing signing authority on behalf of Concordia University;

BE IT RESOLVED:

1. *That the Canadian Imperial Bank of Commerce ("hereinafter called "CIBC") be appointed a banker of Concordia University ("hereinafter called the "University").*
2. *That any two of the President and Vice-Chancellor, the Chief Financial Officer, any Vice-President, the Secretary-General, the Controller, the Treasurer and Investment Officer, the Senior Director, Financial Planning and Budgets and the Director, Capital and Financing (who shall be authorized to act only in the alternative to the Treasurer and Investment Officer) be authorized on behalf of the University of them*

(each being an "Authorized Signing Officer") are authorized for and on behalf of the University from time to time to:

- a) *sign or endorse any cheques, promissory notes and evidences of indebtedness, whether or not an overdraft is created in any Account as a result;*
 - b) *provide any authority to any CIBC officer to accept and/or pay any and all drafts, bills of exchange or promissory notes on the University's behalf;*
 - c) *enter into any securities-related transactions with CIBC or any of its securities subsidiaries;*
 - d) *receive from CIBC or any of its subsidiaries any stocks, bonds or other property of the University;*
 - e) *sign receipts for and orders relating to any of the University's property held by or on behalf of CIBC or any of its subsidiaries;*
 - f) *borrow money or otherwise obtain credit from CIBC by way of loans, advances, overdrafts or otherwise; and to give security over any or all of the University's currently owned or after-acquired, real or personal, movable or immovable property to secure any such credit obtained by CIBC, and to sign all documents necessary to do so;*
 - g) *guarantee to CIBC the indebtedness and liability of any person, firm or corporation, in either a limited or unlimited amount and either with or without security; and*
 - h) *sign any agreement with or authority to CIBC or any of its subsidiaries relating to the University's banking and financial services needs, whether generally or with regard to any particular transaction (including, among other things, (i) the Account Operation Agreement, (ii) interest rate, foreign exchange and commodity-related banking arrangements, and (iii) CIBC's service agreements for centralized cash control, third party payments, electronic data interchange, money market trader and any other of CIBC's cash management services).*
3. *If the University operates any Account under one or more business or trade names, the terms of this resolution apply to each such Account.*
 4. *In this resolution, the phrase "Account" means each and every account of the University maintained with CIBC, whether in a trade name or otherwise;*
 5. *CIBC may rely on everything that is done and on all documents signed on the University's behalf in accordance with this resolution. All such documents will be valid and binding upon the University whether or not the University's corporate seal has been placed on any such document.*

6. *The University will provide CIBC with a certified true copy of this resolution and a list of the names of all individuals authorized to act in accordance with this resolution, as well as specimens of their signatures. Each office and branch of CIBC may act in accordance with those documents and this resolution until due written notice has been given to and received by a responsible CIBC officer.*

8. Sundry fees report (Document BG-2018-4-D6)

This report was provided for information purposes.

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9. Business arising from the Minutes not included on the Agenda

There was no business arising from the Minutes not included on the Agenda.

10. President's report (Document BG-2018-4-D7)

As complimentary information to his written report, Prof. Shepard's oral report included the following:

- More than 5,600 students recently graduated, a great number of them having crossed the stage to receive their diploma at last week's convocation ceremonies.
- He expressed appreciation for the service of the outgoing Governors.
- He apprised the Board that the Applied Science Incubator project is on time and on budget.
- He spoke of the various vigorous summer programs, including workshops, camps, studio, etc.

11. Name change of the Department of Exercise Science to the Department of Health, Kinesiology, and Applied Physiology (Document BG-2018-4-D8)

Dr. Bukowski signaled that objections had been voiced in connection with the use of the word "health", noting that it was already used by existing research centres and therefore fails to distinguish itself from other units. Mr. Novak suggested that in this context the more appropriate word would be "wellness" in lieu of "health".

It was specified that no objection had been raised at Senate, which unanimously endorsed the Faculty Council's recommendation. As a result, the President was reluctant to intervene at this point and asked the Board to approve the proposed name, with the understanding that the name could be revisited in the future.

Upon motion duly moved and seconded, it was RESOLVED:

R-2018-4-5 *That, on recommendation of Senate, the Board of Governors approve the name change of the Department of Exercise Science to the Department of Health, Kinesiology, and Applied Physiology.*

12. Other business

There was no other business to bring before the Open Session meeting.

13. Adjournment

The meeting adjourned at 4:18 p.m.



Danielle Tessier
Secretary of the Board of Governors